

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	Chapter 11
	§	
FIELDWOOD ENERGY III LLC, et al.,	§	Case No. 20-33948 (MI)
	§	
Post-Effective Date Debtors	§	
	§	
Debtors.¹	§	(Jointly Administered)

BP EXPLORATION & PRODUCTION INC.’S WITNESS AND EXHIBIT LIST

BP Exploration & Production Inc. (“BP”) files this Witness and Exhibit List identifying those individuals that may be called as witnesses and exhibits that may be introduced at the hearing set on the *Emergency Motion of QuarterNorth Energy LLC to Enforce the Confirmation Order and Plan* (the “Emergency Motion”), [Docket No. 2199], scheduled for **November 30, 2021, at 2:00 p.m.** (prevailing Central Time) (the “Hearing”).

A. WITNESSES

In connection with the Hearing, BP may call any one or more of the following individuals to provide testimony:

1. Any witness necessary to authenticate a document;

¹ According to the Post-Effective Date Debtors, the Post-Effective Debtors, along with the last four digits of each Post-Effective Date Debtor’s federal tax identification number, are: Fieldwood Energy LLC (6778), Fieldwood Energy Offshore LLC (4994); Fieldwood Energy Inc. (4991); GOM Shelf LLC (8107), FW GOM Pipeline, Inc. (8440). Fieldwood Energy III, LLC, Fieldwood Energy Offshore LLC and Fieldwood Energy Inc. are managed by the Plan Administrator, whose primary mailing address is 16255 Ventura Boulevard, Suite 440, Encino, California 91436, c/o Province, LLC. GOM Shelf LLC and FW GOM Pipeline, Inc., (collectively, the “Post-Effective Date FWE I Subsidiaries”) are managed and operated by Jon Graham, as sole manager of each Post-Effective Date FWE I Subsidiary. The Debtors in the other nine pending chapter 11 cases (which continue to be jointly administered with the cases of the Post-Effective Date Debtors), each of which have either been dissolved or merged into other entities as of the Effective Date, consist of the following: Dynamic Offshore Resources NS, LLC (0158); Fieldwood Onshore LLC (3489); Fieldwood SD Offshore, LLC (8786); Fieldwood Offshore LLC (2930); Bandon Oil and Gas GP, LLC (9172); Bandon Oil and Gas, LP (9266); Fieldwood Energy SP LLC (1971); Galveston Bay Pipeline, LLC (5703); and Galveston Bay Processing LLC (0422).

2. Any witness designated or called by any other party; and
3. Any impeachment or rebuttal witness.

B. EXHIBITS

In connection with the Hearing, BP may seek to introduce into evidence any one or more of the following documents:

Ex. #	Description	Offered	Obj.	Admitted	Disposition
1.	Purchase and Sale Agreement by and between Fieldwood Energy LLC and BP Exploration and Production Inc. for Mississippi Canyon Block 519 (dated May 17, 2019; eff. May 1, 2019) previously filed under seal at Dkt. No. 1607-27 and sealed by Court order at Dkt. No. 1829.				
2.	Cash Consideration Agreement in Respect of Mississippi Canyon Block 562 previously filed under seal at Dkt. No. 1607-28 and sealed by Court order at Dkt. No. 1829.				
3.	Transcript from the Court's June 21, 2021 Hearing [Dkt. No. 1763].				
4.	Transcript from the Court's June 22, 2021 Hearing [Dkt. No. 1764].				
5.	Transcript from the Court's June 23, 2021 Hearing [Dkt. No. 1773].				
6.	Transcript from the Court's June 24, 2021 Hearing [Dkt. No. 1787].				
7.	Transcript from the Court's June 25, 2021 Hearing [Dkt. No. 1788].				
8.	Findings of Fact, Conclusions of Law, and Order (I) Confirming Eighth Amended Joint Chapter 11 Plan of Fieldwood Energy LLC and Its Affiliated Debtors and (II) Granting Related Relief [Dkt. No. 1751].				

Ex. #	Description	Offered	Obj.	Admitted	Disposition
9.	Email exchange by and among K. Burrer, Alfredo Perez and C. Carlson dated July 26, 2021 regarding BP Setoff Motion: notice of withdrawal				
10.	Email exchange by and between C. Carlson and K. Burrer with the last email dated September 10, 2021 regarding Fieldwood: Revised Purchase Agreement Setoff Provisions				
11.	Letter dated October 28, 2021 from D. Scott, BP, to T. Lamme, Fieldwood Energy, LLC, T. Lamme and M. Dane, QuarterNorth Energy, LLC, et al, and D. Dunn, Plan Administrator previously filed at Dkt. No. 2201-1.				
12.	Any exhibit designated by any other party				
13.	Any pleadings, reports, or other documents filed in the Debtors' bankruptcy case				
14.	Any impeachment or rebuttal exhibits				

BP reserves the right to supplement or amend this Witness and Exhibit List at any time prior to the Hearing. BP also reserves the right to rely upon and use as evidence additional documents produced by the Reorganized Debtors or any other party in interest.

Dated: November 26, 2021

Respectfully submitted,

GREENBERG TRAURIG, LLP

By: /s/ Shari L. Heyen

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Counsel for BP Exploration & Production Inc.

CERTIFICATE OF SERVICE

The undersigned hereby certifies that on November 26, 2021, a true and correct copy of the foregoing Witness and Exhibit List was served by electronic mail via the Court's ECF system to all parties authorized to receive notice in this case.

By: /s/ Shari L. Heyen

Shari L. Heyen